

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

NEIMAN MARCUS GROUP LTD LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 20-32519 (DRJ)

(Jointly Administered)

MARIPOSA INTERMEDIATE HOLDINGS LLC,
NEIMAN MARCUS GROUP LTD LLC, and THE
NEIMAN MARCUS GROUP LLC,

Adv. Proc. No. 20-_____

Plaintiffs,

v.

MARBLE RIDGE CAPITAL LP and MARBLE
RIDGE MASTER FUND LP,

Defendants.

**DECLARATION OF GAVIN CAMPBELL IN SUPPORT OF
THE PLAINTIFFS' APPLICATION FOR A TEMPORARY RESTRAINING ORDER
AND PRELIMINARY INJUNCTION AGAINST MARBLE RIDGE CAPITAL LP AND
MARBLE RIDGE MASTER FUND LP**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Neiman Marcus Group LTD LLC (9435); Bergdorf Goodman, Inc. (5530); Bergdorf Graphics, Inc. (9271); BG Productions, Inc. (3650); Mariposa Borrower, Inc. (9015); Mariposa Intermediate Holdings, LLC (5829); NEMA Beverage Corporation (3412); NEMA Beverage Holding Corporation (9264); NEMA Beverage Parent Corporation (9262); NM Bermuda, LLC (2943); NM Financial Services, Inc. (2446); NM Nevada Trust (3700); NMG California Salon LLC (9242); NMG Florida Salon LLC (9269); NMG Global Mobility, Inc. (0664); NMG Notes Propco LLC (1102); NMG Salon Holdings LLC (5236); NMG Salons LLC (1570); NMG Term Loan Propco LLC (0786); NMG Texas Salon LLC (0318); NMGP, LLC (1558); The Neiman Marcus Group LLC (9509); The NMG Subsidiary LLC (6074); and Worth Avenue Leasing Company (5996). The location of the Debtors' service address is One Marcus Square, 1618 Main Street, Dallas, Texas 75201.

I, Gavin Campbell, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I submit this declaration in support of the Plaintiffs’ *Application For A Temporary Restraining Order And Preliminary Injunction Against Marble Ridge Capital LP and Marble Ridge Master Fund LP*.

2. I am a partner at Kirkland & Ellis LLP (“K&E”), counsel to the above-captioned debtors and debtors in possession (the “Debtors”), including the plaintiffs in this case (the “Plaintiffs”).

3. Attached as Exhibit A is a true and correct copy of an August 1, 2020 email from counsel to Marble Ridge to counsel to the Committee, which was filed by Marble Ridge with the Court.

4. Attached as Exhibit B is a true and correct copy of an August 1, 2020 email from counsel to Marble Ridge to counsel to the United States Trustee, copying counsel to the Committee, which was filed by Marble Ridge with the Court.

5. Attached as Exhibit C is a true and correct copy of the August 2, 2020 letter sent from counsel the Committee to the U.S. Trustee that was provided to the Debtors and filed with the Court.

6. Attached as Exhibit D is a true and correct copy of the August 4, 2020 declaration filed by counsel to Marble Ridge that was provided to the Debtors and filed with the Court.

7. Attached as Exhibit E is a true and correct copy of this Court’s August 5, 2020 order concerning the unsealing of Exhibits C and D and the investigation of Marble Ridge.

8. Attached as Exhibit F is a true and correct copy of a ReorgResearch article published after this Court’s August 5, 2020 order was issued entitled *In Statement to Reorg, Marble Ridge Voices Support for ‘Transparent Process Available to Any Party That Will Maximize Value*

to the Estate' Following 'Misunderstanding' With Jefferies, which contains a public statement provided by Marble Ridge to ReorgResearch.

9. Attached as Exhibit G is a true and correct copy of the United States Trustee's report filed with this Court on August 19, 2020.

10. Attached as Exhibit H is a true and correct copy of a Reuters article dated August 20, 2020 entitled *Marble Ridge to liquidate funds after Neiman Marcus scandal: letter*.

11. Attached as Exhibit I is a true and correct copy of a Bloomberg article dated August 21, 2020 entitled *Hedge Fund Marble Ridge To Shut After Neiman Marcus Blowup*.

12. Attached as Exhibit J is a ReorgResearch article dated August 21, 2020 entitled *Marble Ridge to Wind Down Operations After US Trustee Finds Distressed Fund Breaches Fiduciary Duty in Neiman Marcus Chapter 11 Cases*.

13. Attached as Exhibit K is a letter I sent on behalf of the Debtors to Marble Ridge's counsel on August 22, 2020.

14. Attached as Exhibit L is a true and correct copy of an email I received from Marble Ridge's counsel on August 24, 2020.

15. Attached as Exhibit M is a true and correct copy of an email I received from Marble Ridge's counsel on August 24, 2020.

* * *

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: August 26, 2020
Houston, Texas

/s/ Gavin Campbell
Gavin Campbell
Kirkland & Ellis LLP

Certificate of Service

I certify that on August 26, 2020, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas. A copy of this filing was also e-mailed to counsel of record for Marble Ridge, and counsel to the Plaintiffs reached out by telephone to contact counsel for Marble Ridge to alert them to the existence of this filing and the relief sought.

/s/ Matthew D. Cavanaugh

Matthew D. Cavanaugh